

BALL JANIK LLP

A T T O R N E Y S

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

www.balljanik.com

TELEPHONE 202-638-3307
FACSIMILE 202-783-6947

LOUIS E. GITOMER
OF COUNSEL
(202) 466-6532

RECORDATION NO. 22863-D FILED

MAR 02 '01 1:14 PM

SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

March 2, 2001

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a secondary document, dated as of February 28, 2001. The primary document to which this is connected is recorded under Recordation No. 22863. We request that one copy of this document be recorded under Recordation No. 22863-D.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Banc One Leasing Corporation
1111 Polaris Parkway, Suite A3
Columbus, OH 43065

Lessee:

Coors Brewing Company
311 10th Street,
Golden, CO 80401-0030

A description of the equipment covered by the Memorandum of Lease Agreement consists of 11 tank cars numbered CORX 5291-5301, inclusive.

JP

BALL JANIK LLP

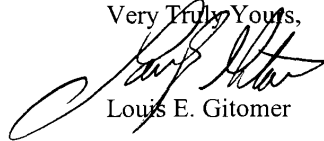
Honorable Vernon A. Williams
March 2, 2001
Page 2

A fee of \$ 27.00 is enclosed. Please return the original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc One Leasing Corporation, 1111 Polaris Parkway, Suite A3, Columbus, OH 43065, and Coors Brewing Company, 311 10th Street, Golden, CO 80401-0030, covering 11 tank cars numbered CORX 5291-5301, inclusive.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", written over the typed name.

Louis E. Gitomer

Enclosures

RECORDATION NO. 22863-0 FILED

MAR 02 '01 1:14 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT
BETWEEN
BANC ONE LEASING CORPORATION ("LESSOR")

AND

COORS BREWING COMPANY ("LESSEE")

FEBRUARY 27, 2001

Memorandum of a Lease Agreement made and entered into as of December 15, 2000 by and between Banc One Leasing Corporation ("Lessor") and Coors Brewing Company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor the Railcars described on Exhibit A attached hereto, bearing marks and numbers as described on the attached Exhibit A
2. The lease of the Railcars shall be effective as of the date first set forth hereinabove and shall be subject to the lease term as described in the lease agreement between Lessor and Lessee.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective corporate officers as of the date and year first above written.

Lessor: **Banc One Leasing Corporation**

By: *Erin Adams*

Title: ARP

Date: 2/27/01

Lessee: **Coors Brewing Company**

By: _____

Title: _____

Date: _____

Memorandum of a Lease Agreement made and entered into as of December 15, 2000 by and between Banc One Leasing Corporation ("Lessor") and Coors Brewing Company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor the Railcars described on Exhibit A attached hereto, bearing marks and numbers as described on the attached Exhibit A
2. The lease of the Railcars shall be effective as of the date first set forth hereinabove and shall be subject to the lease term as described in the lease agreement between Lessor and Lessee.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective corporate officers as of the date and year first above written.

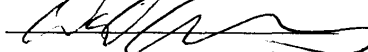
Lessor: **Banc One Leasing Corporation**

By: _____

Title: _____

Date: _____

Lessee: **Coors Brewing Company**

By: 

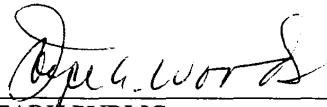
Title: David Barnes, Treasurer

Date: 2/27/01

STATE OF

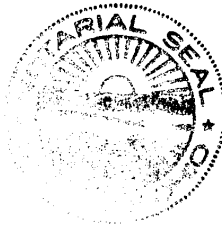
COUNTY OF

On this 27 day of 2, 2001, before me personally appeared ERRIN ADAMS, to me personally known, who being by me duly sworn, says that he is the AVP of Banc One Leasing Corporation, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



NOTARY PUBLIC

My commission expires:



JOYCE A. WOODS
Notary Public, State of Ohio
My Commission Expires
5-19-2003

STATE OF

COUNTY OF

On this 27 day of Aug. 2001, before me personally appeared David Barnes, to me personally known, who being by me duly sworn, says that he is the Treasurer of Coors Brewing Company, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Laura M. Bay
NOTARY PUBLIC

My commission expires:

12/6/02

EXHIBIT A
TO
MEMORANDUM OF LEASE AGREEMENT
BETWEEN
BANC ONE LEASING CORPORATION ("LESSOR")

AND

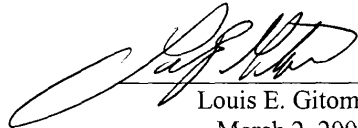
COORS BREWING COMPANY ("LESSEE")

Eleven (11) USG Sandwich Rail Cars w/ Stainless Steel Inner Tank bearing the following marks and numbers:

CORX	5291
CORX	5292
CORX	5293
CORX	5295
CORX	5296
CORX	5297
CORX	5294
CORX	5298
CORX	5299
CORX	5300
CORX	5301

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Memorandum of Lease Agreement dated as of February 27, 2001 and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



Louis E. Gitomer
March 2, 2001